

EXECUTION COPY

EXHIBIT D

FORM OF TRANSFER NOTICE

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court
Southern District of New York**

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

DEUTSCHE BANK AG, LONDON BRANCH

Name of Transferee

Forest Creek Apartments, LLC

Name of Transferor

Name and Address where notices to transferee should be sent:

Court Claim # (if known): 9625

Amount of Claim: 866,445.00

DEUTSCHE BANK AG, LONDON BRANCH

c/o Deutsche Bank Securities Inc.
60 Wall Street, 3rd Floor
New York, NY 10005
Attn: Rich Vichaidith
Phone: 212-250-5760

Date Claim Filed: August 28, 2009

Debtor: Lehman Brothers Derivative Products Inc.

Phone: N/A

Phone: N/A

Last Four Digits of Acct #: N/A

Last Four Digits of Acct. #: N/A

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 

Transferee/Transferee's Agent

Date: Nov. 29, 2010

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

TO: United States Bankruptcy Court for the
Southern District of New York ("Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Brothers Derivative Products Inc. ("Debtor")
Case No. 08-13555 (JMP) (Jointly Administered)

Claim #: **9625**

FOREST CREEK APARTMENTS, LLC, its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

DEUTSCHE BANK AG, LONDON BRANCH
c/o Deutsche Bank Securities Inc.
60 Wall Street, 3rd Floor
New York, NY 10005
Attn: Rich Vichaidith
Phone: 212-250-5760

its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights of stoppage in transit, replevin and reclamation, in the principal amount of **\$866,445.00** ("Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated November 22, 2010.

FOREST CREEK APARTMENTS, LLC

a Washington limited liability company

By: Forest Creek Partners, LLC

Its: Managing Member

By: Vintage Housing Holdings LLC

Its: Sole Member

By: 

Michael K. Gancar
Manager